

Your guide to navigating the mysteries of investing in US critical and sensitive industries

'The role of CFIUS is growing not only in the sense of its jurisdiction and administrative responsibilities, but in the place it holds in the minds and the outlook of investors and those seeking investment.' So says Reid Whitten, partner at law firm Sheppard Mullin and editor of the *CFIUS Book*.

What is CFIUS and why does it matter?

CFIUS is the Committee on Foreign Investment in the United States. It is a Committee of nine US agencies that is authorised to review any transaction that may result in foreign control of a US company.

CFIUS reviews investment in the US to determine whether it may affect national security, then clears it, proposes steps to mitigate national security risk, or prohibits or unwinds the deal.

FIRRMA, The Foreign Investment Risk Review Modernization Act, signed into law on 13 August 2018, expanded the scope of CFIUS jurisdiction beyond transactions in which a foreign company takes control of a US business. FIRRMA added to CFIUS's authority the review of minority investments in US critical technologies, critical infrastructure, and critical personal data, as well as certain real estate investments even where the Foreign Person does not take control of a US Business. FIRRMA created the first mandatory CFIUS filings as well as 'light' filings, called Declarations, that require less information and pass through a faster review track.

According to Whitten, 'CFIUS is one front of a new offensive that is taking shape in the policy and actions of national governments around the world. The links that FIRRMA creates to other aspects of the same confrontation – data security and control and primacy in advanced technologies – shows how wide-ranging a campaign the United States and its allies and adversaries are engaged in. Some view the interconnected trends as a war over

CFIUS has the power to unwind a deal – so if you're planning an investment or acquisition in a US company which could be considered impacting US national security, it's important that you're well prepared.

technological dominance. Others see it as an opportunity for global collaboration to create fantastic new solutions.'

Navigate the journey with confidence

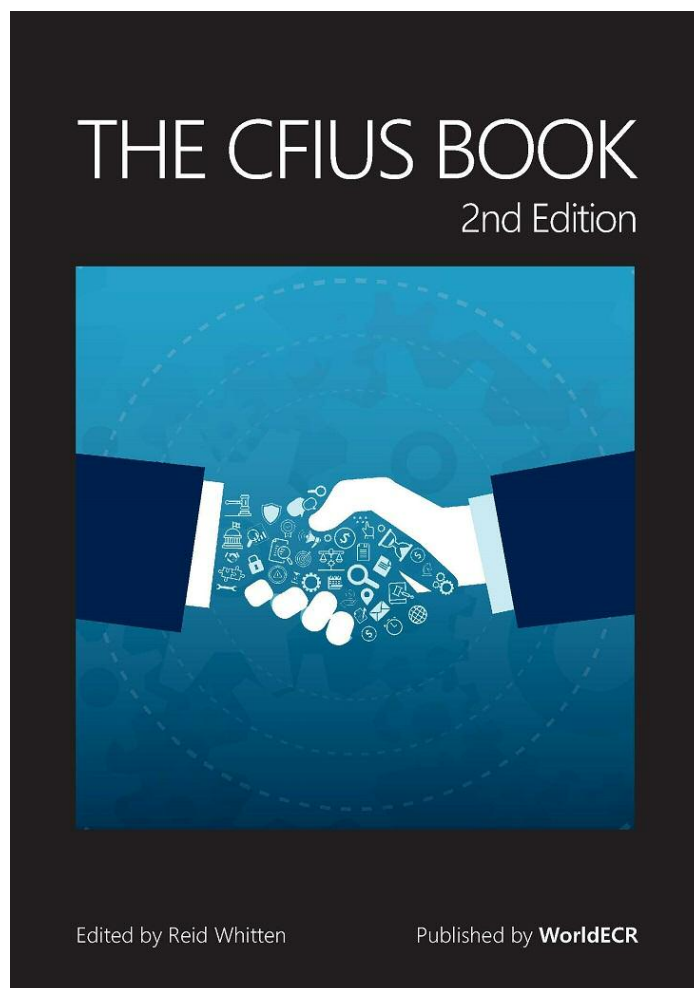
The CFIUS Book provides straightforward examples, illustrated charts, and highlighted key points on the best approaches to success for a US investment.

Readers are taken through the process, with helpful, valuable guidance as you

- Analyse whether you need to file a CFIUS notice
- Gather your information, draft and submit your notice
- Receive CFIUS review and response

Who needs this book?

- Private equity companies looking to invest in the US
- Strategic investors considering US acquisitions



- Persons interested in US infrastructure assets such as pipelines, ports, airports, power grids, or related assets
- Potential investors in US companies storing significant amounts of personal data
- Investors in US sectors such as defence, telecoms and satellite, government contracting, chemical or biological, or nuclear
- Banks involved in such investment
- Insurance companies
- Attorneys or consultants representing any such investment
- Private equity companies selling a US portfolio company to a foreign buyer
- US companies that may be sold in critical/sensitive industries
- Persons selling infrastructure assets
- Potential target US companies storing significant amounts of personal data such as healthcare, financial, network platforms, and data and telecom service companies

The CFIUS Book (2nd edition, 152 pages) is edited by Reid Whitten and published by WorldEcr.

It costs £120 from worldecr.com/books